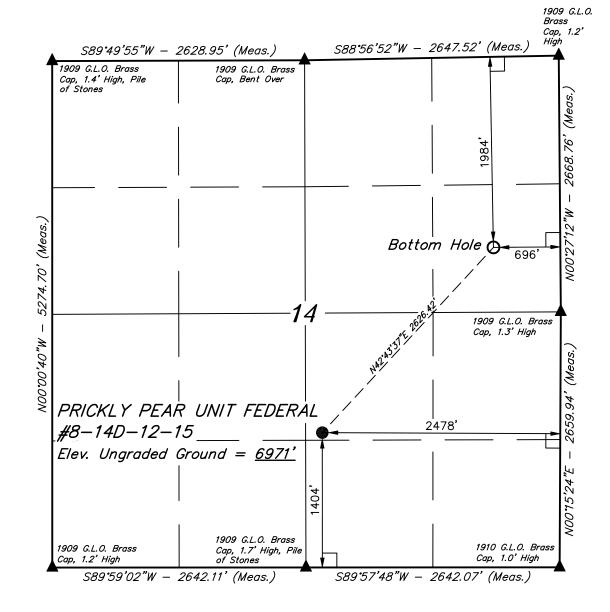
STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS AND MINING						FORM 3 AMENDED REPORT					
APPLICATION FOR PERMIT TO DRILL					1. WELL NAME and NUMBER Prickly Pear UF 8-14D-12-15						
2. TYPE OF WORK DRILL NEW WELL REENTER P&A WELL DEEPEN WELL					3. FIELD OR WILDCAT UNDESIGNATED						
4. TYPE OF WELL Gas Well Coalbed Methane Well: NO					5. UNIT or COMMUNITIZATION AGREEMENT NAME PRICKLY PEAR						
6. NAME OF OPERATOR BILL BARRETT CORP						7. OPERATOR PHONE 303 312-8164					
8. ADDRESS OF OPERATOR 1099 18th Street Ste 2300, Denver, CO, 80202							9. OPERATOR E-MAIL BHilgers@billbarrettcorp.com				
10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE) UTU01519B				11. MINERAL OWNERSHIP FEDERAL INDIAN STATE FEE			12. SURFACE OWNERSHIP FEDERAL INDIAN STATE FEE				
13. NAME OF SURFACE OWNER (if box 12 = 'fee')						14. SURFACE OWNER PHONE (if box 12 = 'fee')					
15. ADDRE	SS OF SURFACE	OWNER (if box	l2 = 'fee')				16. SURFACE OWNER E-MAIL (if box 12 = 'fee')				
(if box 12 = 'INDIAN')			18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS YES (Submit Commingling Application) NO (VERTICAL DIRECTIONAL HORIZONTAL					
20. LOCATION OF WELL FO			OTAGES QTR-QTR SEC		SECTION	TOWNSHIE	.	RANGE		1ERIDIAN	
LOCATION AT SURFACE 1404 FS			1404 FS	SL 2478 FEL	NWSE	14	12.0 S	$\neg \vdash$	15.0 E		S
Top of Uppermost Producing Zone 1984 F				NL 696 FEL	SENE	14	12.0 S		15.0 E		S
At Total Depth 1984 F			1984 FI	NL 696 FEL SENE 14		14	12.0 S 15.0 E			S	
21. COUNT		RBON		22. DISTANCE 1	TO NEAREST LEASE LIN	IE (Feet)	23. NUMBER OF ACRES IN DRILLING UNIT				
			25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 683			26. PROPOSED DEPTH MD: 8848 TVD: 7894					
27. ELEVA	TION - GROUND	LEVEL		28. BOND NUMBER			29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE NINE MILE CANYON				
	6	5971		WYB000040							
			_,		ng, and Cement Inf						
String	Hole Size	Casing Size	Length		Grade & Thread	Max Muc			Sacks	Yield	Weight
Cond	24	14	0 - 40	0.0	Unknown	0.0		-	0	0.0	0.0
Surf	12.25	9.625	0 - 1000		J-55 ST&C	0.0			0	0.0	0.0
Prod	8.25	4.5	0 - 8848	3 11.6	P-110 LT&C	0.0	No U	sea	0	0.0	0.0
					ATTACHMENTS						
	VEDIEV THE	FOLLOWING A	DE ATTACH		ANGE WITH THE U	TALL OT AND	SAC CONCERN		SENEDA		

VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES

WELL PLAT OR MAP PREPARED BY LICENSED SURV	EYOR OR ENGINEER	COMPLETE DRILLING PLAN			
AFFIDAVIT OF STATUS OF SURFACE OWNER AGREE	MENT (IF FEE SURFACE)	FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER			
DRILLED)	OR HORIZONTALLY	TOPOGRAPHICAL MAP			
NAME Brady Riley	TITLE Permit Analyst		PHONE 303 312-8115		
SIGNATURE	DATE 07/13/2011		EMAIL briley@billbarrettcorp.com		
API NUMBER ASSIGNED 43007502160000	APPROVAL		Bacquill		
	1	Permit Manager			

T12S, R15E, S.L.B.&M.



BILL BARRETT CORPORATION

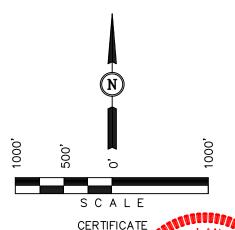
Well location, PRICKLY PEAR UNIT FEDERAL #8-14D-12-15, located as shown in the NW 1/4 SE 1/4 of Section 14, T12S, R15E, S.L.B.&M., Carbon County, Utah.

BASIS OF ELEVATION

COTTON TRIANGULATION STATION LOCATED IN THE NW 1/4 OF SECTION 31, T12S, R16E, S.L.B.&M. TAKEN FROM THE TWIN HOLLOW QUADRANGLE, UTAH, CARBON COUNTY, 7.5 MINUTE SERIES (TOPOGRAPHICAL MAP) PUBLISHED BY THE UNITED STATES DEPARTMENT OF THE INTERIOR, GEOLOGICAL SURVEY. SAID ELEVATION IS MARKED AS BEING 7386 FEET.

BASIS OF BEARINGS

BASIS OF BEARINGS IS A G.P.S. OBSERVATION.



THIS IS TO CERTIFY THAT THE ABOVE PAT WAS PREPARED THE FIELD NOTES OF ACTUAL SURVEYS MADE BY ME OR UNDER MYY SUPERVISION AND THAT THE SAME ARE TRUE AND CORRECT TO BEST OF MY KNOWLEDGE AND BELIEF

REGISTERED LAND SURVEYOR REGISTRATION NO. 161319 STATE OF STATE OF STATE

UINTAH ENGINEERING & LAND SURVEYING 85 SOUTH 200 EAST - VERNAL, UTAH 84078 (435) 789-1017

	DATE SURVEYED:	DATE DRAWN: 05-04-11			
1" = 1000'	04-25-11				
PARTY	REFERENCES				
B.B. C.I. C.C.	G.L.O. PLAT	•			
WEATHER	FILE				
WARM	BILL BARRETT CORPORATION				

LEGEND:

__ = 90° SYMBOL

= PROPOSED WELL HEAD.

▲ = SECTION CORNERS LOCATED.

NAD 83 (TARGET BOTTOM HOLE)	NAD 83 (SURFACE LOCATION)	J٩		
LATITUDE = 39'46'32.30" (39.775639)				
LONGITUDE = $110^{\circ}1'50.51''$ (110.197364)	LONGITUDE = 110°12'13.32" (110.203700)	P		
NAD 27 (TARGET BOTTOM HOLE)	NAD 27 (SURFACE LOCATION)			
LATITUDE = 39°46'32.43" (39.775676)	LATITUDE = 39'46'13.37" (39.770381)	L		
LONGITUDE = $110^{\circ}11'47.95''$ (110.196654)	LONGITUDE = 110°12'10.76" (110.202989)	W		
STATE PLANE NAD 27	STATE PLANE NAD 27]		
N: 528007.13 F: 2366301.17	N: 526052.36 F: 2364548.79	1		